

# B S R & Co. LLP

Chartered Accountants

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## Independent Auditor's Report

To the Members of Globalbees Brands Private Limited

Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the standalone financial statements of Globalbees Brands Private Limited (the "Company") which comprise the standalone balance sheet as at 31 March 2022, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the period beginning from 3 May 2021 to 31 March 2022 ("the period"), and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and its loss and other comprehensive loss, changes in equity and its cash flows for the period ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

### Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's directors' report, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true



## Independent Auditor's Report (Continued)

### Globalbees Brands Private Limited

and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

#### Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



**Independent Auditor's Report (Continued)**

**Globalbees Brands Private Limited**

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, we report that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors as on 31 March 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 from being appointed as a director in terms of Section 164(2) of the Act.
- f. The Company has been exempted from the requirement of its auditor reporting on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls (clause (i) of Section 143(3)).

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- a. The Company does not have any pending litigations which would impact its financial position.
- b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- d (i) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note B46(v) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
  - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or
  - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note B46(vi) to the standalone financial statements, no funds have been received by the



**Independent Auditor's Report (Continued)**

**Globalbees Brands Private Limited**

Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or
- provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) above contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the period.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the Company is not a public company. Accordingly, the provisions of Section 197 of the Act are not applicable to the Company.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022

**Kalpesh Khandelwal**

*Partner*

Place: Pune

Date: 19 August 2022

Membership No.: 133124

ICAI UDIN:22133124APJRN9745



**Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of Globalbees Brands Private Limited for the period ended 31 March 2022**

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of two years. In accordance with this programme, certain property, plant and equipment were verified during the period. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.
- (c) The Company does not have any immovable property (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee). Accordingly, clause 3(i)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory of the Company is warehoused with third party, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. It does not hold any physical inventories at its own warehouse. Accordingly, clause 3(ii)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the period. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has made investments, provided guarantee or security, granted loans and advances in the nature of loans, secured or unsecured to companies, limited liability partnership and other parties in respect of which the requisite information is as below:
- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans to any other entity as below:



**Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of Globalbees Brands Private Limited for the period ended 31 March 2022 (Continued)**

Particulars	Loans
Aggregate amount during the period Subsidiaries*	INR 91.97 million
Balance outstanding as at balance sheet date Subsidiaries*	INR 90.97 million

*\*As per the Companies Act, 2013*

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made, guarantees provided, security given during the period and the terms and conditions of the grant of loans and advances in the nature of loans and guarantees provided during the period are, prima facie, not prejudicial to the interest of the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the period.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the period.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- (iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of investments made and loans, guarantees and security given by the Company, in our opinion the provisions of Section 185 and 186 of the Companies Act, 2013 ("the Act") have been complied with.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services rendered by the Company. Accordingly, clause 3(vi) of the Order is not applicable.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the period since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident

**Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of Globalbees Brands Private Limited for the period ended 31 March 2022 (Continued)**

Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited with the appropriate authorities, though there have been slight delay in a case of Provident Fund.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2022 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the period.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the period. Accordingly, clause 3(ix)(c) of the Order is not applicable.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the period on the pledge of securities held in its subsidiaries (as defined under the Act).
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any private placement of shares or fully or partly convertible debentures during the period. In our opinion, in respect of preferential allotment of equity shares made during the period, the Company has duly complied with the requirements of Section 42 and Section 62 of the Act. The proceeds from issue of equity shares have been used for the purposes for which the funds were raised.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.



**Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of Globalbees Brands Private Limited for the period ended 31 March 2022 (Continued)**

- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) Based on the information and explanations provided to us, the Company does not have a vigil mechanism and is not required to have a vigil mechanism as per the Act or SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) The Company is a private limited company and accordingly the requirements as stipulated by the provisions of Section 177 of the Act are not applicable to the Company. In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) (a) In our opinion and based on the information and explanations provided to us, the Company does not have an Internal Audit system and is not required to have an internal audit system as per Section 138 of the Act.
- (b) In our opinion and based on the information and explanations provided to us, the Company does not have an internal audit system and is not required to have an internal audit system as per Section 138 of the Act. Accordingly, clause 3(xiv)(b) of the Order is not applicable.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvi) The Company has incurred cash losses of INR 210.75 million in the current financial year.
- (xviii) There has been no resignation of the statutory auditors during the period. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.



B S R & Co. LLP


**Annexure A to the Independent Auditor's Report on the Standalone Financial Statements of Globalbees Brands Private Limited for the period ended 31 March 2022 (Continued)**

(xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**

*Chartered Accountants*

Firm's Registration No.:101248W/W-100022



**Kalpesh Khandelwal**

*Partner*

Place: Pune

Date: 19 August 2022

Membership No.: 133124

ICAI UDIN:22133124APJRN9745

**Globalbees Brands Private Limited**  
**Standalone Balance Sheet**  
*(All amounts in INR Millions, unless otherwise stated)*

	Notes	As at March 31, 2022
<b>ASSETS</b>		
<b>Non current assets</b>		
Property, plant and equipment	B1	23.20
Right of use assets	B2	23.14
Goodwill	B3	64.70
Other intangible assets	B3	738.05
<b>Financial assets</b>		
i. Investments	B4	10,298.87
ii. Loans	B5	89.94
iii. Other financial assets	B6	2.38
Non-current tax assets	B7	19.38
Other non-current assets	B8	15.35
<b>Total non-current assets</b>		<b>11,275.01</b>
<b>Current assets</b>		
Inventories	B10	28.55
<b>Financial assets</b>		
i. Trade receivables	B11	103.35
ii. Cash and cash equivalents	B12	1,145.25
iii. Bank balances other than cash and cash equivalents	B13	7,847.60
iv. Loans	B5	1.03
v. Other financial assets	B6	100.24
Other current assets	B14	112.53
<b>Total current assets</b>		<b>9,338.55</b>
<b>TOTAL ASSETS</b>		<b>20,613.56</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity share capital	B15	0.52
Instrument entirely equity in nature	B16	0.28
Other equity	B16	13,655.80
<b>Total equity</b>		<b>13,656.60</b>
<b>Liabilities</b>		
<b>Non-current liabilities</b>		
<b>Financial liabilities</b>		
i. Borrowings	B17	119.97
ii. Lease liability	B18	15.66
iii. Other financial liabilities	B21	4,839.84
<b>Provisions</b>	B19	1.57
Deferred tax liability (net)	B8	0.34
<b>Total non-current liabilities</b>		<b>4,977.38</b>
<b>Current Liabilities</b>		
<b>Financial liabilities</b>		
i. Borrowings	B17	72.73
ii. Lease liability	B18	7.37
iii. Trade payables	B20	1.48
Total outstanding dues of micro enterprises and small enterprises		102.60
iv. Other financial liabilities	B21	1,779.07
Other current liabilities	B22	16.33
<b>Provisions</b>	B19	0.00
<b>Total current liabilities</b>		<b>1,979.58</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>20,613.56</b>

Summary of significant accounting policies

See accompanying notes forming integral part of standalone financial statements

B1-B40

In terms of our report of even date attached  
**For BSR & Co. LLP**  
Chartered Accountants  
Firm Registration No. 101248W/W-100022

Kalpesh Khandelwal  
Partner  
Membership No. 133124

Pune  
August 19, 2022  
UDIN 22133134APJRY9745

For and on behalf of the Board of Directors of  
**Globalbees Brands Private Limited**  
CIN-U24299DL2021PTC380760

Supam Maheshwari  
Director  
DIN - 01730685

Nitin Agarwal  
Director  
DIN-00022157

Pune  
August 19, 2022

New Delhi  
August 19, 2022

Robin Vijan  
Company Secretary

Deepak Khetan  
Chief Financial Officer

New Delhi  
August 19, 2022

New Delhi  
August 19, 2022



**Globalbees Brands Private Limited**  
**Standalone Statement of Profit and loss**  
*(All amounts in INR Millions, unless otherwise stated)*

	Notes	From May 03, 2021 to March 31, 2022
<b>INCOME</b>		
Revenue from operations	B23	188.42
Other income	B24	174.25
<b>Total income</b>		<b>362.67</b>
<b>EXPENSES</b>		
Purchase of stock-in-trade	B25	126.30
Changes in inventories of stock-in-trade	B26	(2.42)
Employee benefit expense	B27	227.10
Finance costs	B28	101.21
Depreciation and amortisation expense	B29	9.27
Other expenses	B30	201.71
<b>Total expenses</b>		<b>663.17</b>
<b>Loss before tax</b>		<b>(300.50)</b>
<b>Tax expense:</b>		
Current tax expense		-
Deferred tax expense		(0.34)
<b>Total</b>		<b>(0.34)</b>
<b>Loss for the period (I)</b>		<b>(300.84)</b>
<b>Other comprehensive income</b>		
<b>Items that will not be reclassified to profit or loss</b>		
Remeasurements of the defined benefit plans		(1.57)
Income tax relating to items that will not be reclassified		-
<b>Other comprehensive loss for the period (II)</b>		<b>(1.57)</b>
<b>Total comprehensive loss for the period (I + II)</b>		<b>(302.41)</b>
<b>Loss per equity share</b>	B31	
Basic (Face value of Rs. 5 each)		(2,333.44)
Diluted (Face value of Rs. 5 each)		(2,333.44)

Summary of significant accounting policies

A

See accompanying notes forming integral part of standalone financial statements

B1-B46

In terms of our report of even date attached

**For BSR & Co. LLP**

Chartered Accountants

Firm Registration No. 101248W/W-100022

*Kalpesh Khandelwal*

**Kalpesh Khandelwal**

Partner

Membership No. 133124

Pune

August 19, 2022

UDIN : 22133124APJRN9745



For and on behalf of the Board of Directors of  
**Globalbees Brands Private Limited**  
CIN-U24299DL2021PTC380760

*Supam Maheshwari*  
**Supam Maheshwari**  
Director  
DIN - 01730685

Pune  
August 19, 2022

*Robin Vijan*  
**Robin Vijan**  
Company Secretary

New Delhi  
August 19, 2022

*Nitin Agarwal*  
**Nitin Agarwal**  
Director  
DIN-00022157

New Delhi  
August 19, 2022

*Deepak Khetan*  
**Deepak Khetan**  
Chief Financial Officer

New Delhi  
August 19, 2022

**Globalbees Brands Private Limited**  
**Standalone Cash Flow Statement**

(All amounts in INR Millions, unless otherwise stated)

	From May 03, 2021 to March 31, 2022
<b>A. Cash flow from operating activities</b>	
Net loss before tax	(300.50)
Adjustments for:	
Depreciation and amortisation expense	9.27
Share based payment to employees	80.48
Profit on sale of property, plant and equipment	(0.01)
Finance costs	101.21
Interest income	(173.79)
<b>Operating cash flow</b>	<b>(283.34)</b>
Changes in working capital	
Increase in Inventories	(2.41)
Increase in Trade receivables	(54.40)
Increase in Other assets	(125.02)
Increase in Other financial assets	(7.00)
Increase in Trade payables	83.42
Increase in Other financial liabilities	26.01
Increase in Other current liabilities	16.33
<b>Cash generated from operating activities</b>	<b>(346.41)</b>
Income tax paid (net of refund received)	(19.39)
<b>Net cash used in operating activities</b>	<b>(365.80)</b>
<b>B. Cash flow from investing activities</b>	
Purchase of property, plant and equipment	(27.66)
Investments in equity, debt and partnership firm	(4,237.58)
Payment for acquisition of business	(427.68)
Investments in bank deposits	(30,569.80)
Redemption of bank deposits	22,721.60
Loans given	(90.97)
Interest received	84.02
<b>Net cash used in investing activities</b>	<b>(12,548.07)</b>
<b>C. Cash flow from financing activities</b>	
Proceeds from issue of shares	13,878.53
Proceeds from borrowings (net)	192.44
Repayment of lease liabilities	(3.52)
Interest paid	(8.33)
<b>Net cash generated from financing activities</b>	<b>14,059.12</b>
<b>Net (decrease) / increase in cash and cash equivalents (A+B+C)</b>	<b>1,145.25</b>
Cash and cash equivalents at the beginning of the period	-
<b>Cash and cash equivalents as at the end of the period</b>	<b>1,145.25</b>
<b>Components of cash and cash equivalents</b>	
Balance with banks	
- In current accounts	1,145.25
<b>Total</b>	<b>1,145.25</b>

Summary of significant accounting policies

A

See accompanying notes forming integral part of standalone financial statements

B1-B36

In terms of our report of even date attached

For BSR & Co. LLP

Chartered Accountants

Firm Registration No. 101248W/W-100022

*Kalpesh Khandelwal*

Kalpesh Khandelwal  
Partner  
Membership No. 133124

Pune

August 19, 2022

UDIN : 22133124APJRN9745

For and on behalf of the Board of Directors of

Globalbees Brands Private Limited

CIN-U24299DL2021PTC380760

*Supam Maheshwari*  
Supam Maheshwari  
Director  
DIN - 01730685

*Nitin Agarwal*  
Nitin Agarwal  
Director  
DIN-00022157

Pune  
August 19, 2022

New Delhi  
August 19, 2022



*Robin Vijan*  
Robin Vijan  
Company Secretary

*Deepak Khetan*  
Deepak Khetan  
Chief Financial Officer

New Delhi  
August 19, 2022

New Delhi  
August 19, 2022



Globalbees Brands Private Limited  
**Standalone Statement of changes in equity for the period ended March 31, 2022**  
*(All amounts in INR Millions, unless otherwise stated)*

	Equity Share Capital	Compulsorily Convertible Preference Share Capital	Partly paid Compulsorily Convertible Preference Share Capital
Change in share capital during the period*	0.52	0.28	0.00
<b>Balance as at March 31, 2022</b>	<b>0.52</b>	<b>0.28</b>	<b>0.00</b>

\* Absolute amount of partly paid CCPS is Rs 1,150/-

**Other Equity**

Particulars	Attributable to the owners of the Company				Total attributable to owners of the Company
	Reserves and surplus			Other comprehensive income	
	Securities premium account	Share option outstanding account	Retained earnings	Remeasurement of net defined benefit liability	
Loss for the period	-	-	(300.84)	(1.57)	(302.41)
Security premium on issue of shares	13,877.73	-	-	-	13,877.73
Share based payments to employees (net)	-	80.48	-	-	80.48
<b>Balance as at March 31, 2022</b>	<b>13,877.73</b>	<b>80.48</b>	<b>(300.84)</b>	<b>(1.57)</b>	<b>13,655.80</b>

**Securities premium account** : This reserve represents the premium on the issue of shares and can be utilized in accordance with the provisions of the Companies Act, 2013.

**Share options outstanding account** : It represents the fair value of services received against employees stock options.

**Retained earnings** : It represents the losses accumulated by the Company as on Balance Sheet date.

**Remeasurement of net defined benefit liability** : Remeasurements of Defined Benefit Plans are recognised in the Other Comprehensive Income as per IND AS-19 and shall not be reclassified to the Statement of Profit or Loss in the subsequent years.

**Debenture redemption reserve** : Since, there are no distributable profits during the current period, the company is not required to create debenture redemption reserve as specified under Section 71 of the Companies Act, 2013

In terms of our report of even date attached  
**For BSR & Co. LLP**  
Chartered Accountants  
Firm Registration No. 101248W/W-100022

*Kalpesh Khandelwal*

**Kalpesh Khandelwal**  
Partner  
Membership No. 133124

Pune  
August 19, 2022  
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For and on behalf of the Board of Directors of  
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CIN-U24299DL2021PTC380760

*Supam Maheshwari*

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New Delhi  
August 19, 2022

*Deepak Khetan*

**Deepak Khetan**  
Chief Financial Officer

New Delhi  
August 19, 2022



**Globalbees Brands Private Limited**  
**Notes to the standalone financial statement for the period ended March 31, 2022**  
*(All amounts in INR Millions, unless otherwise stated)*

**A Summary of significant accounting policies**

**1 Corporate information**

Globalbees Brands Private Limited ("Company") was incorporated as a private limited company in India under the Companies Act, 2013 on May 03, 2021. The Company's registered office is situated in New Delhi. The Company is a direct-to-consumer (D2C) venture that aggregates and invests in e-commerce brands and helps the brands scale and transform their digital impression.

**2 Basis of preparation for standalone financial statements**

**2.1 Statement of Compliance**

These standalone financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

The standalone financial statements were authorised for issue by the Company's Board of Directors on August 19, 2022.

**2.2 Basis of preparation and presentation**

These standalone financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('Act'). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended.

The Company has adopted all the Ind AS standards and Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

**Historical cost convention**

The standalone financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Equity-settled share-based payment arrangements	Fair value

**Significant accounting judgments, estimates and assumptions**

The preparation of standalone financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures. Uncertainty about the assumptions and estimates could result in outcomes that require in material adjustment to the carrying value of assets or liabilities affected in future periods.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

**Functional and presentation currency**

The standalone financial statements are presented in Indian Rupee ('INR') Millions, which is also the functional currency of the Company.

**Assumptions and estimation uncertainties**

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment are included in the following notes:

- Note B8 Recognition of Deferred Tax Liability, Non-availability of future taxable profit against which tax losses carried forward can be used.
- Note B38 measurement of defined benefit obligations: key actuarial assumptions;
- Note B39 Fair Value of ESOPs.
- Note B40 Valuation of assets acquired as part of business acquisition

**Measurement of fair values**

A number of the companies accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The company has an established control framework with respect to the measurement of fair values wherein the overall responsibility for overseeing all significant fair value measurements

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Note B33 - Fair value measurements
- Note B39 - Share based payment arrangements

*(Signature)*



**Globalbees Brands Private Limited**

**Notes to the standalone financial statement for the period ended March 31, 2022**

*(All amounts in INR Millions, unless otherwise stated)*

**Current and non-current classification**

The Company presents assets and liabilities in the balance sheet based on current / non-current classification.

An asset is classified as current when it satisfies any of the following criteria:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle.
- it is held primarily for the purpose of being traded;
- it is expected to be realized within 12 months after the reporting date; or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

A liability is classified as current when it satisfies any of the following criteria:

- it is expected to be settled in the Company's normal operating cycle;
- it is held primarily for the purpose of being traded;
- it is due to be settled within 12 months after the reporting date; or
- the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current assets/liabilities include current portion of non-current financial assets/liabilities respectively. All other assets/ liabilities are classified as non-current. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

**Operating cycle**

Based on the nature of the operations and the time between the acquisition of assets for processing and their realization in cash or cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current non-current classification of assets and liabilities

**Significant accounting policies -**

**2.3 Revenue from contracts with customers**

Revenue from contracts with customers is recognised upon transfer of control of promised goods/ services to customers at an amount that reflects the consideration to which the Company expect to be entitled for those goods/ services.

To recognize revenues, the Company applies the following five-step approach:

- Identify the contract with a customer;
- Identify the performance obligations in the contract;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations in the contract; and
- Recognise revenues when a performance obligation is satisfied.

**Sale of goods**

Revenue is measured at the fair value of the consideration received or receivable net of returns and allowances, trade discounts and rebates, taking into account contractually defined terms of payment excluding taxes or duties collected on behalf of the government.

Goods and Service Tax (GST) is not received by the Company in its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

**Interest**

Interest income or expense is recognised using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

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## 2.4 Business Combinations

Business combinations are accounted for using the acquisition accounting method as at the date of the acquisition, which is the date at which control is transferred to the Company. The consideration transferred in the acquisition and the identifiable assets acquired and liabilities assumed are recognised at fair values on their acquisition date. Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. The Company recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. Consideration transferred does not include amounts related to settlement of pre-existing relationships. Such amounts are recognised in the Statement of Profit and Loss. Transaction costs are expensed in the standalone statement of profit and loss as incurred, other than those incurred in relation to the issue of debt or equity securities which are directly adjusted in other equity. Any contingent consideration payable is measured at fair value at the acquisition date. Subsequent changes in the fair value of contingent consideration are recognised in the Statement of Profit and Loss.

## 2.5 Property, plant and equipment ('PPE')

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management. Other incidental expenditure attributable to bringing the fixed assets to their working condition for intended use are capitalized. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance. The Company depreciates property, plant and equipment over their estimated useful lives using the written-down method.

Depreciation is recognised so as to write off the cost less their residual values over their useful lives, using the written-down method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

The estimated useful life considered for the assets are as under.

Category of assets	Number of years
Pant and machinery	15
Vehicles	8
Leasehold improvements	6
Office equipments	5
IT Equipments	3
Furniture and fixtures	10

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

## 2.6 Goodwill and Intangible assets

### i. Goodwill and brand value

Initial measurement of goodwill and brand value that arises on a business combination is done at fair values. Subsequent measurement is at cost less any accumulated impairment losses.

### ii. Customer Relationship

The company recognises an Contract Value and Customer Relationship arising on business acquisition to the extent it has received the customer contract through such business acquisition. The fair value, at the time of initial recognition of such an intangible asset received as consideration for acquiring these customer contracts through such arrangement, is regarded to be its cost.

Subsequent to initial recognition the intangible asset's amortization method and amortization period is reviewed by the management and changes in the estimated useful life are made if the same are expected to be used for shorter period than the initial estimated period.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in profit or loss as incurred.

### iii. Amortisation

Goodwill and brand value are not amortised and are tested for impairment annually.

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method for customer relationship is included in depreciation and amortisation in Statement of Profit and Loss.

The useful life considered for the intangible assets are as under:

Category of Assets	No. of Years
Customer relationship	3

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## 2.7 Financial instruments

### I Initial recognition

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instruments.

All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

### II Subsequent measurement

#### a. Non-derivative financial instruments

##### i. Financial assets carried at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

##### ii. Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The Company has made an irrevocable election for its investments which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business model. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments, the subsequent changes in fair value are recognized in other comprehensive income.

##### iii. Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

##### iv. Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

### III Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

### IV Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

### V Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

## 2.8 Impairment

### 1 Financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in profit or loss.



## II Non-financial assets

### a Intangible assets and property, plant and equipment

The Companies non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill and brand value are tested annually for impairment.

For impairment testing, assets that do not generate independent cash inflows are Companyed together into cash-generating units (CGUs). Each CGU represents the smallest Company of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

Goodwill arising from a business combination is allocated to CGUs or Companys of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

The goodwill impairment test is performed at the level of the cash-generating unit or Companys of cash-generating units which are benefitting from the synergies of the acquisition and which represents the lowest level at which goodwill is monitored for internal management purposes. Market related information and estimates are used to determine the recoverable amount. Key assumptions on which management has based its determination of recoverable amount include estimated long term growth rates, discount rates and terminal growth rates. Cash flow projections take into account past experience and represent management's best estimate about future developments.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss. Impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets of the CGU (or Company of CGUs) on a pro rata basis.

An impairment loss in respect of goodwill is not subsequently reversed. In respect of other assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

## 2.9 Provisions

A provision is recognized when the Company has a present obligation (legal / constructive) as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

## 2.10 Foreign currency transactions and translations

Foreign currency transactions are recorded at rates of exchange prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the rate of exchange prevailing at the year-end. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled. Revenue, expense and cash-flow items denominated in foreign currencies are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

## 2.11 Earnings per share

**Basic earnings per share** is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period

**Diluted earnings per share** is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

## 2.12 Taxation

Income tax expense recognised in Standalone Statement of Profit and Loss comprised the sum of deferred tax and current tax except the ones recognised in other comprehensive income or directly in equity.

### Current Tax

Current income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Deferred income tax assets and liabilities are recognized for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the standalone financial statements. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

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#### Deferred tax

Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. Deferred income taxes are not provided on the undistributed earnings of subsidiaries and branches where it is expected that the earnings of the subsidiary or branch will not be distributed in the foreseeable future. The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

#### 2.13 Employee benefits

Employee benefits include wages and salaries, provident fund, employee state insurance scheme, gratuity fund and compensated absences.

#### Defined Contribution Plans

Contributions to defined contribution plans are recognised as an expense when employees have rendered service entitling them to the contributions.

#### Defined Benefit Plans

For defined benefit retirement plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. The re-measurements of the net defined benefit liability are recognised directly in the other comprehensive income in the period in which they arise. Past service cost is recognised in the Statement of Profit and Loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- a. service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- b. net interest expense or income; and
- c. re-measurement

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

The company is provides the following as defined benefits plan as -

##### a Gratuity

The Company provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment with the Company.

Liabilities with regard to the Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each balance sheet date using the projected unit credit method. The Company recognizes the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability/(asset) are recognized in other comprehensive income. The actual return of the portfolio of plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized other comprehensive income. The effect of any plan amendments are recognized in net profits in the statement of Profit and Loss.

##### b Short term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., under Payable to employee, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

##### c Provident fund

Eligible employees of the Company receive benefits from a provident fund, which is a defined benefit plan. Both the eligible employee and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employee's salary. The Company's contribution is recognized as an expense in the statement of profit and loss during the period in which the employee renders the related services.

##### d Compensated absences

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each balance sheet date using projected unit credit method on the additional amount expected to be paid/availed as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non-accumulating compensated absences is recognized in the period in which the absences occur.

#### 2.14 Employee share based payments

The Company recognizes compensation expense relating to share-based payments in net profit using fair-value in accordance with Ind AS 102, Share-Based Payment. The estimated fair value of awards is charged to income on a straight-line basis over the requisite service period for each separately vesting portion of the award as if the award was in-substance, multiple awards with a corresponding increase to share options outstanding account.

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#### 2.15 Inventories

Inventories are valued at the lower of cost and estimated net realizable value (net of allowances) after providing for obsolescence and other losses, where considered necessary. The cost of inventories is based on the first-in first-out formula, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. The cost comprises cost of purchase, cost of conversion and other costs including appropriate production overheads in the case of finished goods and work in progress, incurred in bringing such inventories to their present location and condition. Trade discounts or rebates are deducted in determining the costs of purchase. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

#### 2.16 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

#### 2.17 Other income

Other income is comprised primarily of interest income, exchange gain/loss on translation of other assets and liabilities. Interest income is recognized using the effective interest method.

#### 2.18 Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option, and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option in assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

##### Company as a lessee

The Company recognizes right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right of use asset measured at inception shall comprise of the amount of the initial measurement of lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of use assets subsequently measured at cost less any accumulated amortisation, accumulated impairment losses, if any and adjusted for any re-measurement of the lease liability. The right of use asset is depreciated in the straight line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. Right-of use assets are tested for impairment where there any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognized in the standalone statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently re-measured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and re-measuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

##### Short-term leases and leases of low value assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

#### 2.19 Cash and cash equivalents

Cash comprises cash on hand and balances with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term balances, as defined above. The cash flow statement is prepared using indirect method.





**Globalbees Brands Private Limited**

**Notes to the standalone financial statement for the period ended March 31, 2022**

*(All amounts in INR Millions, unless otherwise stated)*

**2.20 Contingent liabilities and contingent assets**

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount can not be estimated reliably. Contingent liabilities do not warrant provisions, but are disclosed unless the possibility of outflow of resources is remote.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. Contingent assets are not recognized in the restated consolidated standalone financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefit will arise, the asset and related income are recognized in the period in which the change occurs. A contingent asset is disclosed, where an inflow of economic benefits is probable.

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**Globalbees Brands Private Limited**
**Notes to the standalone financial statement for the period ended March 31, 2022**
*(All amounts in INR Millions, unless otherwise stated)*
**B1. Property, plant and equipment**

	Furniture and Fixtures	Plant and Machinery	IT Equipments	Vehicles	Leasehold Improvements	Office Equipment	Total
<b>Gross Block</b>							
Acquisitions through business combination (Refer note B40)	-	0.27	0.17	-	-	0.04	0.48
Additions	2.33	-	7.10	10.00	7.48	0.80	27.71
Disposals	-	-	0.05	-	-	-	0.05
<b>As at March 31, 2022</b>	<b>2.33</b>	<b>0.27</b>	<b>7.22</b>	<b>10.00</b>	<b>7.48</b>	<b>0.84</b>	<b>28.14</b>
<b>Accumulated Depreciation</b>							
Additions	0.15	0.15	1.51	2.29	0.73	0.12	4.95
Disposals	-	-	0.01	-	-	-	0.01
<b>As at March 31, 2022</b>	<b>0.15</b>	<b>0.15</b>	<b>1.50</b>	<b>2.29</b>	<b>0.73</b>	<b>0.12</b>	<b>4.94</b>
<b>Net Block</b>							
<b>As at March 31, 2022</b>	<b>2.18</b>	<b>0.13</b>	<b>5.72</b>	<b>7.71</b>	<b>6.74</b>	<b>0.72</b>	<b>23.20</b>

**B2. Right of use assets**

	Leasehold buildings	Total
<b>Gross Block</b>		
Additions	26.22	26.22
Disposals	-	-
<b>As at March 31, 2022</b>	<b>26.22</b>	<b>26.22</b>
<b>Depreciation</b>		
Additions	3.08	3.08
Disposals	-	-
<b>As at March 31, 2022</b>	<b>3.08</b>	<b>3.08</b>
<b>Net Block</b>		
<b>As at March 31, 2022</b>	<b>23.14</b>	<b>23.14</b>

**B3. Goodwill and Other Intangible Assets**

	Goodwill	Infinite life intangible assets Brand	Finite life intangible assets Customer database	Total
<b>Gross Block</b>				
Acquisitions through business combination (Refer note B40)	64.70	735.94	3.35	803.99
Additions	-	-	-	-
Disposals	-	-	-	-
<b>As at March 31, 2022</b>	<b>64.70</b>	<b>735.94</b>	<b>3.35</b>	<b>803.99</b>
<b>Depreciation</b>				
Additions	-	-	1.24	1.24
Disposals	-	-	-	-
<b>As at March 31, 2022</b>	<b>-</b>	<b>-</b>	<b>1.24</b>	<b>1.24</b>
<b>Net Block</b>				
<b>As at March 31, 2022</b>	<b>64.70</b>	<b>735.94</b>	<b>2.11</b>	<b>802.75</b>

**Impairment charges**

Goodwill and indefinite life intangible assets are tested for impairment annually. No impairment charges were identified for the period ended March 31, 2022.



(All amounts in INR Millions, unless otherwise stated)

As at  
March 31, 2022

Equity shares	No. of shares	Face Value	Currency	
Cloud Lifestyle Private Limited	45,900	10	INR	141.04
Eyezen Technologies Private Limited	51,000	10	INR	188.78
Merhaki Foods and Nutrition Private Limited	56,99,544	1	INR	245.01
Mush Textiles Private Limited	11,450	10	INR	78.44
Better & Brighter Home Care Private Limited	36,400	10	INR	433.67
Butternut Ventures Private Limited	31,667	10	INR	183.55
Dynamic IT Solution Private Limited	29,728	10	INR	346.16
Maxinique Solution Private Limited	35,371	10	INR	229.06
HS Fitness Private Limited	80,000	10	INR	754.98
Candes Technology Private Limited*	30,676	10	INR	2,403.90
Globalbees Brands DWC- LLC	3,00,000	1	AED	6.11
Preference Shares	No. of shares	Face Value	Currency	
Kuber Mart Industries Private Limited	28,462	10	INR	2,770.84
Compulsorily Convertible Debentures	No. of debentures	Face Value	Currency	
Maxinique Solution Private Limited	69,930	2,145	INR	150.00
DF Pharmacy Limited	90,00,000	88	INR	1,708.15
			<b>A</b>	<b>9,639.69</b>

### Information about Subsidiaries

Name of the entity	Country of incorporation	Principal activities	Proportion (%) of equity interest
Cloud Lifestyle Private Limited	India	FMCG business	90.00%
Eyezen Technologies Private Limited	India	Eyewear products	51.00%
Merhaki Foods and Nutrition (P) Ltd	India	Nutrition products	100.00%
Mush Textiles Private Limited	India	Textile products	51.54%
Better & Brighter Home Care Private Limited	India	Homecare products	52.00%
Butternut Ventures Private Limited	India	FMCG business	76.00%
Dynamic IT Solution Private Limited	India	Fitness products	51.00%
Kuber Mart Industries Private Limited	India	Homecare products	74.00%
Maxinique Solution Private Limited	India	Beauty products	51.26%
HS Fitness Private Limited	India	Sports and health equipments	80.00%
Candes Technology Private Limited	India	Home and kitchen products	29.10%
DF Pharmacy Limited	India	Pharmaceutical products	60.00%
Globalbees Brands DWC- LLC	UAE	Trading of consumer goods	100.00%

10,000 0.001% Compulsorily convertible debentures of Rs. 2,000 each held in Better & Brighter Home Care Private Limited	20.00
4 14% Non convertible debentures of Rs. 5,000,000 each held in Merhaki Foods and Nutrition (P) Ltd	20.00

<b>B</b>	<b>40.00</b>
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Investment in Healthyhey Foods LLP		619.18
	C	619.18

C	619.18
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**Globalbees Brands Private Limited**
**Notes to the standalone financial statement for the period ended March 31, 2022**
*(All amounts in INR Millions, unless otherwise stated)*

Name of partnership firm	Name of partners	Partner's capital as on March 31, 2022	Profit share (%)
Healthyhey Foods LLP	Globalbees Brands Private Limited	60,000	60.00%
	Rishi Modi	16,400	16.40%
	Shilpa Verma	8,000	8.00%
	Rachna Modi	4,000	4.00%
	Arushi Agarwal	11,600	11.60%
A+B+C			10,298.87
Aggregate amount of quoted investments			-
Aggregate market value of quoted investments			-
Aggregate amount of unquoted investments			10,298.87
Aggregate amount of impairment in value of investments			-

Refer note B33 for information about fair value measurement and note B34 for credit risk and market risk of investments.

As on the acquisition date, contractual obligations and deferred consideration towards the above acquisitions amounts to Rs. 6,592.90 Million.

**B5 Loans**

		As at March 31, 2022
<b>Non-current</b>		
Unsecured, considered good		
Loans to subsidiaries	(Refer note B36)	89.94
		89.94
<b>Current</b>		
Unsecured, considered good		
Loans to subsidiaries	(Refer note B36)	1.03
		1.03
<b>Sub-classification of loans</b>		
Loan receivables considered good- Secured		-
Loan receivables considered good- Unsecured		90.97
Loan receivables which have significant increase in credit risk		-
Loan receivables- credit impaired		-

Refer note B34 for information about credit risk and market risk for loans.

**B6 Other financial assets**

		As at March 31, 2022
<b>Non-current</b>		
Bank deposits (maturity more than 12 months)		0.60
Security deposit - considered good		1.78
		2.38
<b>Current</b>		
Interest accrued		89.69
Security deposit - considered good		10.55
		100.24

Refer note B34 for information about credit risk and market risk for other financial assets.





**Globalbees Brands Private Limited**
**Notes to the standalone financial statement for the period ended March 31, 2022**
*(All amounts in INR Millions, unless otherwise stated)*
**B7 Non-current tax assets**

	As at March 31, 2022
Non-current tax assets	19.38
	<u>19.38</u>

**B8 Deferred tax asset/liabilities**

Movement in deferred tax asset/liability for the period ended March 31, 2022	Deferred tax from business combination	Recognised in other comprehensiv e income	Recognised in statement of profit and loss	Closing balance
<b>Liabilities</b>				
Amortisation of loan	-	-	(0.31)	(0.31)
Impact of right of use asset and lease liabilities	-	-	(0.03)	(0.03)
<b>Total</b>	-	-	<b>(0.34)</b>	<b>(0.34)</b>

As at March 31, 2022, unrecognised deferred tax assets amount to Rs. 76.14 million which can be carried forward indefinitely and up to a specified period, respectively. These relate primarily to depreciation carry forwards, other deductible temporary differences and business losses. The deferred tax asset has not been recognised on the basis that its recovery is not probable in the foreseeable future

**Effective Tax Reconciliation**

Loss as per Statement of Profit and loss	(300.50)
Applicable tax rate	25.17%
<b>Tax on above</b>	<b>(75.63)</b>
<b>Adjustments:</b>	
Permanent differences	0.00
DTA not recognised on losses	52.42
DTA not recognised on interest on contractual obligations	23.01
DTA not recognised on fair value impact of security deposit	0.20
DTA not recognised on other intangible assets	0.10
DTA not recognised on property, plant and equipment	0.24
<b>Adjusted tax expense</b>	<b>0.34</b>

**Tax as per profit and loss**

Current tax	-	
Deferred tax	(0.34)	0.34

**B9 Other Non-current assets**

	As at March 31, 2022
Prepayments	15.35
	<u>15.35</u>

**B10 Inventories**

	As at March 31, 2022
Stock-in-trade (valued at cost or net realisable value whichever is lower)	9.20
Goods-in-transit	19.35
	<u>28.55</u>

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**Globalbees Brands Private Limited**  
**Notes to the standalone financial statement for the period ended March 31, 2022**  
*(All amounts in INR Millions, unless otherwise stated)*

**B11 Trade receivables**

	As at March 31, 2022
Considered good - secured	-
Considered good - unsecured	103.35
Trade receivable which have significant increase in credit risk	-
Trade receivable - credit impaired	-
	103.35
<b>Impairment allowance (allowance for bad and doubtful debt)</b>	
Less: Trade receivable which have significant increase in credit risk	-
Less: Trade receivable - credit impaired	-
	103.35

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

Refer note B34 for information about credit risk and market risk of trade receivables.  
Refer note B36 for information about receivables from related party.

**Trade receivables ageing schedule as at March 31, 2022**

Particulars	Outstanding for following periods from due date of invoice					Total
	Less than 6 months	6 months to 1 year	1 year - 2 year	2 year - 3 year	More than 3 years	
Undisputed trade receivables - considered good	103.35	-	-	-	-	103.35
Undisputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
Undisputed trade receivables - credit impaired	-	-	-	-	-	-
Disputed trade receivables - considered good	-	-	-	-	-	-
Disputed trade receivables - which have significant increase in credit risk	-	-	-	-	-	-
Disputed trade receivables - credit impaired	-	-	-	-	-	-

**B12 Cash and cash equivalents**

	As at March 31, 2022
<b>Balances with banks :</b>	
On current accounts	1,145.25
Cash and cash equivalents as per balance sheet	1,145.25

**B13 Bank balances other than cash and cash equivalents**

	As at March 31, 2022
<b>Balances with banks :</b>	
In deposit accounts having remaining maturity less than 12 months	7,847.60
	7,847.60

**B14 Other current assets**

	As at March 31, 2022
Balance with government authorities	39.49
Prepayments	37.82
Advances to suppliers - considered good	35.22
	112.53

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**B15 Share Capital**

	As at March 31, 2022	
	Nos.	
<b>a Authorised shares</b>		
<b>i Equity share capital of Rs 5 each</b>		
Increase during the period	1,65,190	0.83
As at the end of the reporting period	1,65,190	0.83
<b>ii Preference share capital of Rs 5 each</b>		
Increase during the period	1,42,500	0.71
As at the end of the reporting period	1,42,500	0.71
<b>b Issued, subscribed and fully paid up</b>		
<b>i Equity share capital of Rs 5 each</b>		
Add: Issued during the period	20,011	0.10
Add: Issued during the period on conversion of 0.001% Compulsorily Convertible Preference shares	75,249	0.38
As at the end of the reporting period	95,260	0.48
<b>ii Equity share capital of Rs 5 each - Series C</b>		
Add: Issued during the period	7,906	0.04
As at the end of the reporting period	7,906	0.04
<b>Total equity share capital</b>	<b>1,03,166</b>	<b>0.52</b>
<b>iii 0.001% Compulsorily Convertible Preference shares of Rs 5 each - Series A</b>		
Add: Issued during the period	75,249	0.38
Less: Conversion during the period	(75,249)	(0.38)
As at the end of the reporting period	-	-
<b>iv 0.001% Compulsorily Convertible Preference shares of Rs 5 each - Series B</b>		
Add: Issued during the period	47,576	0.24
Less: Conversion during the period	-	-
As at the end of the reporting period	47,576	0.24
<b>v 0.001% Compulsorily Convertible Preference shares of Rs 5 each - Series C</b>		
Add: Issued during the period	8,502	0.04
Less: Conversion during the period	-	-
As at the end of the reporting period	8,502	0.04
<b>c Partly paid-up shares</b>		
<b>i 0.001% Compulsorily Convertible Preference shares of Rs 5 each - Series B1*</b>		
Add: Issued during the period#	1,150	0.00
Less: Conversion during the period	-	-
As at the end of the reporting period	1,150	0.00
<b>* The company has called Re. 1 per share only till March 31, 2022</b>		
<b># Absolute amount of CCP issued during the period is Rs 1,150/-</b>		
<b>Total Instrument entirely equity in nature</b>	<b>57,228</b>	<b>0.28</b>

**d Terms/ rights attached to equity shares**

The company has only one class of equity shares having a par value of Rs. 5 per share fully paid up. Each holder of equity shares is entitled to one vote per share held and will rank pari passu with each other in all respect. The dividend proposed (if any) by the board of directors is subject to the approval of the shareholders in the ensuing annual general meeting. In the event of liquidation, shareholders are eligible to receive the remaining assets of the company after distribution of all preferential/ secured amounts in proportion to their shareholding.

Series C Equity Share shall carry same voting rights as Equity Shares. One Series C Equity Share shall be entitled to one vote.

In any liquidation event, subject to applicable law, the liquidation preference of the holders of Series C Equity Shares shall rank pari passu to preference shares.

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**Globalbees Brands Private Limited**

**Notes to the standalone financial statement for the period ended March 31, 2022**

(All amounts in INR Millions, unless otherwise stated)

**e Terms/ rights attached to compulsorily convertible preference shares**

The compulsorily convertible preference shares (CCPS)-Series A have a par value of Rs. 5 per share fully paid up. Each holder of CCPS-Series A is entitled to one vote per share held and will rank pari passu with each other in all respect. CCPS-Series A holders are eligible to receive non-cumulative dividend at the rate of 0.001% on the face value. CCPS-Series A holders have the right to require the Company to convert all or part of the CCPS-Series A into equity shares in the ratio of 1:1 within 20 years from the date of issue.

These CCPS were converted into equity shares during the period on December 17, 2021.

The compulsorily convertible preference shares (CCPS)-Series B have a par value of Rs. 5 per share fully paid up. Each holder of CCPS-Series B is entitled to one vote per share held and will rank pari passu with each other in all respect. CCPS-Series B holders are eligible to receive non-cumulative dividend at the rate of 0.001% on the face value. CCPS-Series B holders have the right to require the Company to convert all or part of the CCPS-Series B into equity shares in the ratio of 1:1 within 20 years from the date of issue.

The compulsorily convertible preference shares (CCPS)-Series C have a par value of Rs. 5 per share fully paid up. Each holder of CCPS-Series C is entitled to one vote per share held and will rank pari passu with each other in all respect. CCPS-Series C holders are eligible to receive non-cumulative dividend at the rate of 0.001% on the face value. CCPS-Series C holders have the right to require the Company to convert all or part of the CCPS-Series C into equity shares in the ratio of 1:1 within 20 years from the date of issue.

The compulsorily convertible preference shares (CCPS)-Series B1 have a par value of Rs. 5 per share fully paid up. Each holder of CCPS-Series B1 is entitled to one vote per share held and will rank pari passu with each other in all respect. CCPS-Series B1 holders are eligible to receive cumulative dividend at the rate of 0.001% on the paid-up value. CCPS-Series B1 holders have the right to require the Company to convert all or part of the CCPS-Series B1 into equity shares in the ratio of 1:1 within 19 years from the date of issue. The remaining unpaid capital can be called by company at any time within 7 years from the date of issue with the consent of the shareholders.

Preference shares of all classes carry a preferential rights as to dividend over equity shareholders. Where dividend is not declared in respect of a financial year in case of non-cumulative preference shares, the entitlement for that year lapses. In the event of winding up, preference share holders have a preferential right over equity shareholders to be repaid to the extent of paid-up capital.

**f Shares held by holding company #**

Brainbees Solutions Private Limited

# The percentage is calculated after considering CCPS and other instruments entirely equity in nature

**g Details of shareholders holding more than 5% equity shares in the company \***

Nitin Agarwal  
Supam Satyanarayan Maheshwari  
Brainbees Solutions Private Limited

\* The percentage is calculated after considering equity shares only

**h Details of compulsorily convertible preference shareholding more than 5% shares in the company**

Chimeteck Holding Limited  
PI Opportunities Fund II  
Lightspeed India Partners III, LLC  
Chiratae Ventures India Fund IV represented by its trustee Vistra ITCL (India) Limited  
Chiratae Ventures Master Fund IV represented by its trustee Vistra ITCL (India) Limited

**i Details of equity shares held by promoters in the company at March 31, 2022**

Nitin Agarwal  
Supam Satyanarayan Maheshwari  
Sampada Maheshwari

**j Shares reserved for issue under options**

Under Globalbees Employee Stock Option Plan 2021  
Equity shares of Rs. 5 each, at an exercise price of Rs. 5 per share (Refer note B39)

k The Company has not issued any share during the period without payment being received in cash.

As at March 31, 2022	
No. of Shares	% holding
83,165	51.85%

As at March 31, 2022	
No. of Shares	% holding
10,000	9.69%
9,000	8.72%
83,165	80.61%

As at March 31, 2022	
No. of Shares	% holding
21,145	36.95%
11,509	20.11%
10,871	19.00%
4,630	8.09%
3,778	6.60%

As at March 31, 2022	
No. of Shares	% holding
10,000	9.69%
9,000	8.72%
1,000	0.97%

As at March 31, 2022	
No. of Shares	Amount
5,180	0.03





**Globalbees Brands Private Limited**

**Notes to the standalone financial statement for the period ended March 31, 2022**

*(All amounts in INR Millions, unless otherwise stated)*

**B16 Other equity**

**Securities premium**

Add : Issue of Equity Shares

Add : Issue of Compulsorily Convertible Preference Shares

Closing balance

**As at  
March 31, 2022**

4,012.52

9,865.21

**13,877.73**

**Share options outstanding account**

Add: Share based payments to employees

Closing balance

80.48

**80.48**

**Retained earnings**

Add: Comprehensive loss of the period

Closing balance

(302.41)

**(302.41)**

**Balance as at period end**

**13,655.80**

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**Globalbees Brands Private Limited**  
**Notes to the standalone financial statement for the period ended March 31, 2022**  
*(All amounts in INR Millions, unless otherwise stated)*

**B17 Borrowings**

	<b>As at March 31, 2022</b>
<b>Non-current</b>	
<b>Secured</b>	
200 13.50% Non-convertible debentures of Rs. 1,000,000 each <i>(Series-A Redeemable Non-Convertible Debentures)</i>	192.70
	<b>192.70</b>
<b>Less: Current maturity of long term debts</b>	<b>72.73</b>
	<b>119.97</b>
<b>Current</b>	
<b>Secured</b>	
Current maturity of long term debts	72.73
	<b>72.73</b>

**Terms of non-convertible debentures**

The Company has issued 200 Series A Unlisted, Secured, Redeemable, Non-convertible debenture of face value of Rs. 10 lakhs each on private placement basis for a period of 3 years from the date of allotment at a rate of interest of 13.50% per annum. The debentures are redeemable in 33 monthly instalments starting from March 2022.

The Company shall allot to the Subscribers, as may be applicable, the Subsequent Debentures, in up to seven tranches as may be mutually agreed amongst the Company and the Subscribers for an aggregate consideration of up to such amount such that the aggregate of debenture subscription amount and the aggregate subsequent debentures subscription amount does not exceed Rs. 2,500 millions, in accordance with the terms of Securities Subscription Agreement.

The debentures are secured by pari passu charge on all book-debts, receivables, outstanding moneys, claims, demands, bills, contracts, engagement and securities, inventories or good-in-transit, movable plant and machinery, all intellectual property and intellectual property rights, company's books and records, any cash/non-cash proceeds and any asset acquired by the Company.

**B18 Lease liability**

	<b>As at March 31, 2022</b>
<b>Non-current</b>	
Lease liability	15.66
	<b>15.66</b>
<b>Current</b>	
Lease liability	7.37
	<b>7.37</b>

Refer disclosure in note no. B32

*AS*



**Globalbees Brands Private Limited**  
**Notes to the standalone financial statement for the period ended March 31, 2022**  
*(All amounts in INR Millions, unless otherwise stated)*

**B20 Trade payables**

		<b>As at March 31, 2022</b>
Trade payables		
total outstanding dues to micro and small enterprises	(Refer note no. B37)	1.48
total outstanding dues to creditors other than micro and small enterprises		102.60
		<b>104.08</b>

**Trade payable ageing as at March 31, 2022**

	Outstanding for following period from due date of invoice					Total
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	1.48	-	-	-	1.48
(ii) Others	25.97	76.62	-	-	-	102.60
(iii) Disputed- MSME	-	-	-	-	-	-
(iv) Disputed- Others	-	-	-	-	-	-

**B21 Other financial liabilities**

		<b>As at March 31, 2022</b>
<b>Non-current</b>		
Deferred consideration	Refer note no. B4	383.93
Contractual obligation	Refer note no. B4	4,455.91
		<b>4,839.84</b>
<b>Current</b>		
Deferred consideration	Refer note no. B4	1,753.05
Credit card outstanding		0.89
Payable to employees		25.12
		<b>1,779.07</b>

**B22 Other current liabilities**

	<b>As at March 31, 2022</b>
Statutory dues	16.33
	<b>16.33</b>

**B19 Provisions**

	<b>As at March 31, 2022</b>
<b>Non-current</b>	
Provision for employee benefits	
Provision for gratuity	1.57
	<b>1.57</b>
<b>Current</b>	
Provision for employee benefits	
Provision for gratuity*	0.00
	<b>0.00</b>

\* Absolute amount of provision for gratuity is Rs 4,489/-

AS



Globalbees Brands Private Limited  
Notes to the standalone financial statement for the period ended March 31, 2022  
(All amounts in INR Millions, unless otherwise stated)

**B23 Revenue from operations**

	From May 03, 2021 to March 31, 2022
Sale of goods	188.42
	<u>188.42</u>

**i Reconciliation of Revenue from sale of goods with the contracted price**

	From May 03, 2021 to March 31, 2022
Gross sale of goods	213.64
Less : Sales discount	25.22
	<u>188.42</u>

**ii Disaggregated Revenue Information**

Set out below is the disaggregation of the Company's revenue from contracts with customers by timing of transfer of goods:

**Revenue from contracts with customers**

	From May 03, 2021 to March 31, 2022
Revenue from sale of goods	
-Recognised at a point in time	188.42
-Recognised over time	-
	<u>188.42</u>

**B24 Other income**

	From May 03, 2021 to March 31, 2022
Interest on	
- Bank deposits	170.01
- Debentures	1.31
- Loans	2.38
- Others	0.08
Profit on sale of fixed assets	0.01
Miscellaneous income	0.46
	<u>174.25</u>

**B25 Purchases of stock in trade**

	From May 03, 2021 to March 31, 2022
Purchases of stock in trade	126.30
	<u>126.30</u>

**B26 Changes in inventories of stock in trade**

	From May 03, 2021 to March 31, 2022
Opening inventories	-
Add: Acquired under business combinations (Refer note B40)	26.13
Less: Closing inventories	28.55
	<u>(2.42)</u>

*BS*





**Globalbees Brands Private Limited**

**Notes to the standalone financial statement for the period ended March 31, 2022**

*(All amounts in INR Millions, unless otherwise stated)*

**B27 Employee benefit expense**

	From May 03, 2021 to March 31, 2022
Salaries and bonus	144.35
Contribution to provident and other funds	1.49
Shared based payment to employees (Refer Note no. B39)	80.48
Staff welfare expenses	0.78
	<b>227.10</b>

**B28 Finance costs**

	From May 03, 2021 to March 31, 2022
Interest on non-convertible debentures	8.32
Interest on lease liability	1.20
Interest on contractual obligation	91.42
Bank and other charges	0.27
	<b>101.21</b>

**B29 Depreciation and amortization expenses**

	From May 03, 2021 to March 31, 2022
Depreciation on property, plant and equipment	4.95
Amortisation on intangible assets	1.24
Depreciation on right of use assets	3.08
	<b>9.27</b>

**B30 Other expenses**

	From May 03, 2021 to March 31, 2022
Rent	
- on building	1.66
Repairs and maintenance	
- to plant and machinery	0.04
Warehousing cost	5.62
Legal and professional expenses	139.03
Travelling and conveyance expenses	2.65
Fee and subscription	1.99
Rates & taxes	2.11
Business promotion, marketing and event expenses	16.56
Advertisement expense	17.06
Brokerage and commission	0.60
Shipping charges- outward	6.56
Miscellaneous expenses	4.83
<b>Auditor's remuneration</b>	
- Statutory audit fee	3.00
	<b>201.71</b>

*AS*



**Globalbees Brands Private Limited****Notes to the standalone financial statement for the period ended March 31, 2022***(All amounts in INR Millions, unless otherwise stated)***B31 Earning per share (EPS)**

The Company's Earnings per Share ("EPS") is determined based on the net profit attributable to the shareholders of the company. Basic earnings per share is computed using the weighted average number of shares outstanding during the period.

	<b>From May 03, 2021 to</b>
Profit/(Loss) attributable to equity shareholders (A)	(300.84)
Equity Shares outstanding as at the end of the period (in nos.)	1,03,166
Weighted average number of equity shares outstanding during the period	45,921
Add: Weighted average number of potential equity shares on account of compulsorily convertible preference shares	83,005
Weighted average number of equity shares for basic EPS	1,28,926
Basic loss per share (In Rs.)	(2,333.44)
Add: Weighted average number of potential equity shares on account of employee stock options	749
Add: Weighted average number of potential equity shares on account of partly-paid equity shares	287
Weighted average number of equity shares for diluted EPS	1,29,962
Diluted loss per share (In Rs.)#	(2,333.44)
Nominal value of equity shares (In Rs.)	5

# The employee stock options and partly-paid shares are anti-dilutive in nature, hence not considered in computation of diluted EPS. The earnings are not annualized



**B32 Leases****As a Lessee**

The company's significant leasing arrangements are in respect of operating leases for office building. The arrangement generally range between one year to three year. The lease arrangement has extension / termination option exercisable by either party which may make the assessment of lease term uncertain. While determining the lease term, the management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option.

**Impact of Ind AS 116 on Balance Sheet**

	for the period ended March 31, 2022
Opening balance - Lease liability	-
Additions during the period	23.03
Disposals during the period	-
Lease Liability balance as at closing date	23.03
Classification as :	
Current	7.37
Non-Current	15.66

**Impact of Ind AS 116 on Profit & Loss Statement**

	for the period ended March 31, 2022
Interest on Lease Liability	1.20
Depreciation on Right-of-use Assets	3.08

The weighted average incremental borrowing rate applied to lease liabilities is 14%

The amount of ROU assets and lease liabilities recognised in the balance sheet are disclosed in Note B2 and Note B18 respectively. The total cash outflow for the leases is Rs. 4.99/- Million (including payment of Rs. 1.48/- Million in respect of short term / low value leases)

The undiscounted maturities of lease liabilities including interest thereon over the remaining lease term is as follows :

	for the period ended March 31, 2022
Not later than one year	10.14
Later than one year and not later than three years	17.64
Later than three years and not later than five years	-
Later than five years	-

Leases not yet commenced to which the lessee is committed at March 31, 2022, the Company had committed to leases which had not yet commenced. The total future cash outflows for leases that had not yet commenced is amounting to Rs. 8.70/- Million.

**B33 Fair value**

- a. Set out below, is a comparison by class of the carrying amounts and fair value of the company's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values.

The following table details the carrying amount and fair values of financial instruments:

	March 31, 2022				
Particulars	FVTPL	Amortised cost	FVOCI	Total carrying value	Fair value
<b>Financial assets</b>					
Trade receivables	-	103.35	-	103.35	103.35
Cash and cash equivalents	-	1,145.25	-	1,145.25	1,145.25
Bank balances other than cash and cash equivalents	-	7,847.60	-	7,847.60	7,847.60
Loans	-	90.97	-	90.97	90.97
Other financial assets	-	102.63	-	102.63	102.63
<b>Total</b>	-	9,289.80	-	9,289.80	9,289.80
<b>Financial liabilities</b>					
Borrowings					
- Long term	-	119.97	-	119.97	119.97
- Short term	-	72.73	-	72.73	72.73
Lease liability					
- Long term	-	15.66	-	15.66	15.66
- Short term	-	7.37	-	7.37	7.37
Trade payable	-	104.08	-	104.08	104.08
Other financial liabilities	4,455.91	2,163.00	-	6,618.91	6,618.91
<b>Total</b>	4,455.91	2,482.81	-	6,938.72	6,938.72

AB



The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The Company has disclosed financial instruments such as cash and cash equivalents, other bank balances, trade receivables, trade payables at carrying value because their carrying amounts are a reasonable approximation of the fair values due to their short-term nature.

\* Investment value excludes investment in subsidiaries of Rs. 10,298.87/- Million which are shown at cost in balance sheet as per Ind AS 27: Separate Financial Statements.

#### b. Fair value hierarchy

The table shown below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined below:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table shows the Levels within the hierarchy of financial and non-financial assets and liabilities measured at fair value on a recurring basis at March 31, 2022:

#### Quantitative disclosures fair value measurement hierarchy for assets and liabilities as at March 31, 2022:

Particulars	Date of valuation	Total	Fair value measure using		
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
<b>Assets measured at fair value:</b>					
FVTPL financial investments					
Put option liability	31-Mar-22	4,455.91	-	-	4,455.91

#### Calculation of fair values

The fair values of financial assets and liabilities are defined as the price that would be received on sale of an asset or paid to transfer a liability in orderly transaction between market participants at the measurement date.

Valuation techniques for put option liability is described as below -

Type	Valuation technique	Significant unobservable inputs	Inter relationship between significant unobservable inputs and fair value measurement
Put option liability	Discounted cash flow: The valuation model considers the present value of expected payment discounted using a risk adjusted discount rate. The expected payment is determined by the monte carlo simulations considering the possible scenarios of forecast revenue and EBITDA the amount to be paid under each scenario and the probability of each scenario	a. Forecasted revenue and EBITDA margin b. Risk Adjusted Discount rate	The estimated fair value would increase (decrease) if: * the annual revenue growth rate were higher (lower) * the annual EBITDA were higher (lower) * the risk-adjusted discount rate were lower (higher) Generally a change in annual revenue growth rate is accompanied by a directionally similar change in EBITDA margin.

#### Other financial assets and liabilities

i) Cash and cash equivalents, other bank balances, trade receivables, trade payables at carrying value because their carrying amounts are a reasonable approximation of the fair values due to their short-term nature.

ii) Loans have fair values that approximate to their carrying amounts as at is based on the net present value of the anticipated future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.

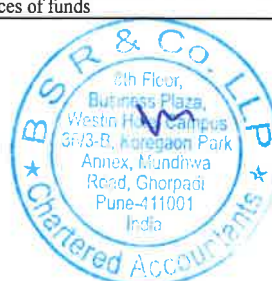
There have been no transfers between Level 1 and Level 2 during the current financial period

#### B34 Financial risk management objectives and policies

##### Risk management objectives and policies

The company is exposed to various risks in relation to financial instruments. The main types of risks are market risk, credit risk and liquidity risk. The company's activities expose it to liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

Risk	Credit risk	Liquidity risk
Exposure arising from	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost	Borrowings, trade payables and other financial liabilities
Measurement	Aging analysis	Rolling cash flow
Management	Bank deposits, diversification of asset base and credit limits	Availability of sources of funds





**Globalbees Brands Private Limited**
**Notes to the standalone financial statement for the period ended March 31, 2022**
*(All amounts in INR Millions, unless otherwise stated)*
**a. Credit risk**

Credit risk arises from cash and cash equivalents, trade receivables, investments carried at amortised cost and deposits with banks and financial institutions.

**Credit risk exposure**
**Provision for expected credit losses**

In respect to other financial assets, the Company follows a 12-months expected credit loss approach. The Company's management does not foresee a material loss on account of credit risk due to the nature and credit worthiness of these financial assets. Further, the Company has not observed any material defaults in recovering such financial assets. Therefore, the Company has not provided for any expected credit loss on these financial assets.

March 31, 2022				
Particulars	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Cash deposits with banks	8,992.85	0.00%	-	8,992.85
Trade and other receivables	103.35	0.00%	-	103.35
Loans	90.97	0.00%	-	90.97
Other financial assets	102.63	0.00%	-	102.63

**Expected credit loss for trade receivables under simplified approach**

As at March 31, the company has certain trade receivables that have not been settled by the contractual due date but are not considered to be impaired. The amounts as at March 31, analysed by the length of time past due, are:

March 31, 2022				
Particulars	Estimated gross carrying amount at default	Expected probability of default	Expected credit losses	Carrying amount net of impairment provision
Not due	-	0.00%	-	-
Not more than 6 months	103.35	0.00%	-	103.35
More than 6 months	-	0.00%	-	-

In respect of trade and other receivables, the company is exposed to significant credit exposure to a group of counterparties having similar characteristics.

The credit risk for cash and cash equivalents is considered negligible, since the counterparties are reputable banks with high quality external credit ratings.

Other financial assets being investments are also due from several counter parties and based on historical information about defaults from the counter parties, management considers the quality of such assets that are not past due to be good.

**b. Liquidity risk**

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the company maintains flexibility in funding by maintaining availability under committed facilities. Management monitors rolling forecasts of the company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The company takes into account the liquidity of the market in which the entity operates. In addition, the company's liquidity management policy involves projecting cash flows in major currencies and considering the level of liquid assets necessary to meet these, monitoring balance sheet liquidity ratios against internal and external regulatory requirements and maintaining debt financing plans.

**Maturities of financial liabilities**

The tables below analyse the company's financial liabilities into relevant maturity groupings based on their contractual maturities for all derivative and non-derivative financial liabilities, and

The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

March 31, 2022					
Particulars	Carrying Amount	Less than 1 year	1 – 3 year	Above 3 years	Total
Borrowings	192.70	72.73	121.21	-	193.94
Trade payable	104.08	104.08	-	-	104.08
Lease liability	23.03	10.14	17.64	-	27.78
Other financial liabilities	6,618.91	191.00	1,423.53	5,720.77	7,335.29
<b>Total</b>	<b>6,938.72</b>	<b>377.95</b>	<b>1,562.38</b>	<b>5,720.77</b>	<b>7,661.09</b>

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**Globalbees Brands Private Limited**

Notes to the standalone financial statement for the period ended March 31, 2022

(All amounts in INR Millions, unless otherwise stated)

**B35 Capital management policies and procedures**

The company's capital management objectives are to ensure the company's ability to continue as a going concern as well as to provide a balance between financial flexibility and balance sheet efficiency. In determining its capital structure, company considers the robustness of future cash flows, potential funding requirements for growth opportunities and acquisitions, the cost of capital and ease of access to funding sources.

Management assesses the company's capital requirements in order to maintain an efficient overall financing structure while avoiding excessive leverage. This takes into account the subordination levels of the company's various classes of debt. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The amounts managed as capital by the group for the reporting periods under review are summarized as follows :

Particulars	As at March 31, 2022
Total borrowings	192.70
Less: Cash and cash equivalents	1,145.25
Net debt	(952.56)
Total equity	13,656.60
Total Capital	12,704.04
Gearing ratio	0%

**B36 Related party disclosures****A Enterprises exercising control**

Holding Company

Brainbees Solutions Private Limited

**B Enterprises where control exists**

Subsidiaries

	Extent of holding
Cloud Lifestyle Private Limited	90.00%
Eyezen Technologies Private Limited	51.00%
Merhaki Foods and Nutrition (P) Ltd	100.00%
Mush Textiles Private Limited	51.54%
Better & Brighter Home Care Private Limited	52.00%
Butternut Ventures Private Limited	76.00%
Dynamic IT Solution Private Limited	51.00%
Kuber Mart Industries Private Limited	74.00%
Maxinique Solution Private Limited	51.26%
Globalbees Brands DWC- LLC	100.00%
HealthyHey Foods LLP	60.00%
HS Fitness Private Limited	80.00%
DF Pharmacy Limited	60.00%
Candes Technologies Private Limited	29.10%

**C Key Management Personnel**

Directors

Nitin Agarwal  
Supam Maheshwari  
Kshitij Pankaj Sheth  
Sudhir Kumar Sethi  
Harsha Deepak Kumar  
Vikas Agnihotri  
Atul Gupta  
Deepak Khetan  
Robin Vijan

Chief Financial Officer  
Company Secretary



**Globalbees Brands Private Limited**
**Notes to the standalone financial statement for the period ended March 31, 2022**
*(All amounts in INR Millions, unless otherwise stated)*
**Disclosure of transactions between the Company and Related Parties and the status of outstanding balances**

		Period ended March 31, 2022
Holding Company	Issue of share capital (including premium)	6,202.22
	Rent expense	0.07
	Internet display charges	0.11
	Repairs and maintenance	0.00
	Security deposit given	0.02
	Outstanding as at period end:	
	- Trade and other payables	0.18
	- Security deposit receivable	0.02
Subsidiaries	Sale of goods	5.85
	Purchase of goods	0.83
	Interest income	3.70
	Intercompany loan given	91.97
	Repayment of loan given	1.00
	Investment made	5,431.29
	Outstanding as at period end:	
	- Trade and other receivables	10.15
	- Trade payables	0.95
	- Accrued interest on loan	2.14
	- Accrued interest on debenture	1.18
	- Loans and advances to subsidiaries	90.97

**Key Management Personnel**

	Name of Key Management Personnel	Salary	Reimbursement of expenses	Share based payments
Directors	Nitin Agarwal	9.54	0.20	-
Company Secretary	Robin Vijan	0.96	0.11	-
Chief Financial Officer	Deepak Kumar Khetan	8.41	0.24	14.17

Disclosure of transactions with Related Parties during the period which are more than 1% of Revenue.

		Period ended March 31, 2022
Subsidiaries	Sale of goods	
	- Merhaki Foods and Nutrition Private Limited	5.85

**B37 Disclosures under Micro Small and Medium Enterprise Development Act, 2006**

Particulars	As at March 31, 2022
a The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting period. Interest amount is Nil.	1.48
b The amount of interest paid by the buyer in terms of Section 16 of the Micro Small and Medium Enterprise Development Act, 2006, along with the amounts of the payment made to the supplier beyond the appointed day during each accounting period.	-
c The amount of interest due and payable for the period of delay in making payment (which have been but beyond the appointed day during the period) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	-
d The amount of interest accrued and remaining unpaid at the end of each accounting period.	-
e The amount of further interest remaining due and payable even in the succeeding period, until such date When the interest dues as above are actually paid to the small enterprise for the purpose of disallowance As a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006.	-

The ministry of Micro, Small and Medium enterprises has issued an office memorandum dated 26/08/2008 which recommends that the Micro and Small Enterprises should mention in their correspondence with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum. Based on the information available with the management, there are no over dues outstanding to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006. Further, the company has not received any claim for interest from any supplier under the said act.



**Globalbees Brands Private Limited**
**Notes to the standalone financial statement for the period ended March 31, 2022**
*(All amounts in INR Millions, unless otherwise stated)*
**B38 Employee benefit obligations**
**Disclosure of gratuity (non-funded)**

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employees last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service.

**Movement in the liability recognised in the balance sheet is as under:**

Description	As at March 31, 2022
Present value of defined benefit obligation as at the start of the period	-
Current service cost	-
Interest cost	-
Actuarial loss/(gain) recognized during the period -	1.57
Changes in financial assumptions	-
Experience variance	-
Benefits paid	-
Past service cost	-
<b>Present value of defined benefit obligation as at the end of the period</b>	<b>1.57</b>

There are no plan assets.

**Amount recognised in the statement of profit and loss is as under:**

Description	As at March 31, 2022
Current service cost	-
Interest cost	-
Past service cost	-
Actuarial loss/(gain)	-
<b>Amount recognized in the statement of profit and loss</b>	<b>-</b>

**Current / Non-current bifurcation**

Description	As at March 31, 2022
Current Benefit Obligation*	0.00
Non - current Benefit Obligation	1.57
<b>Liability recognised in Balance Sheet</b>	<b>1.57</b>

\* Absolute amount of provision for gratuity is Rs 4,489/-

**Amount recognised in other comprehensive income:**

Description	As at March 31, 2022
Amount recognised in OCI, beginning of the period	-
Actuarial loss/(gain):	-
change in financial assumptions	-
change in demographic assumptions	-
experience variance (i.e. Actual experience vs assumptions)	1.57
Return on plan assets, excluding amount recognised in net interest expense	-
<b>Amount recognised in OCI, end of the period</b>	<b>1.57</b>

**Total Defined Benefit Cost/(Income) included in Profit & Loss and Other Comprehensive Income**

Description	As at March 31, 2022
Amount recognized in Profit and loss, End of Period	-
Amount recognized in Other Comprehensive Income, End of Period	1.57
<b>Total Net Defined Benefit Cost/(Income) Recognized at Period-End</b>	<b>1.57</b>

**Actuarial assumptions**

Description	As at March 31, 2022
Discount rate	6.40%
Future salary increase	10.00%

**Demographic assumptions**

Mortality	IALM (2012-2014) Ultimate
Employee turnover / Withdrawal rate	20.00%
Retirement age	58 years





**Globalbees Brands Private Limited**
**Notes to the standalone financial statement for the period ended March 31, 2022**
*(All amounts in INR Millions, unless otherwise stated)*
**Expected cash flow for next ten years**

	As at March 31, 2022
Year-2023	0.00
Year-2024	0.01
Year-2025	0.02
Year-2026	0.03
Year-2027	0.03
Year-2028 to Year 2032	15.32

**Defined Benefit Obligation by Participant Status**

	As at March 31, 2022
Actives	-
Vested Deferred	-
Retirees	-
<b>Total Defined Benefit Obligation</b>	-

**Sensitivity analysis**

	As at March 31, 2022
Defined benefit obligation - Discount rate + 100 basis points	1.46
Defined benefit obligation - Discount rate - 100 basis points	1.70
Defined benefit obligation - Salary escalation rate + 100 basis points	1.68
Defined benefit obligation - Salary escalation rate - 100 basis points	1.48
Defined benefit obligation - Withdrawal rate + 100 basis points	1.51
Defined benefit obligation - Withdrawal rate - 100 basis points	1.64

**Average Duration**

Weighted average duration of the plan is 9.89 years.

**B39 Share based payments**
**Equity settled share based payments**

The members of the Company had approved 'Globalbees Employee Stock Option Plan 2021' at the Extra-ordinary General Meeting held on October 11, 2021.

Plan	Date of grant	No of options granted	No. of shares to be granted	Exercise price per share *	Weighted average Fair value per share
Employee Stock Option Plan 2021	15-Oct-21	2,62,97,900	2,629.79	0.00	0.16
	01-Nov-21	4,95,300	49.53	0.00	0.16
	09-Nov-21	70,700	7.07	0.00	0.16
	06-Dec-21	1,41,500	14.15	0.00	0.16
	13-Dec-21	70,700	7.07	0.00	0.16
	03-Jan-22	5,91,100	59.11	0.00	0.51
	04-Jan-22	9,800	0.98	0.00	0.51
	24-Jan-22	11,800	1.18	0.00	0.51
	09-Mar-22	3,94,100	39.41	0.00	0.51

\* Exercise price represents Rs. 5 per share.

Vesting schedule for all the Grants mentioned above:

25% on completion of 12 months from grant date;

25% on completion of 24 months from grant date;

25% on completion of 36 months from grant date;

25% on completion of 48 month from grant date

Plan	No of share options				
	Outstanding as at beginning of the period	Granted during the period	Forfeited/ expired during the period	Exercised during the period	Outstanding as at end of the period
Employee Stock Option Plan 2021	-	2,80,82,900	-	-	2,80,82,900



**Globalbees Brands Private Limited**
**Notes to the standalone financial statement for the period ended March 31, 2022**
*(All amounts in INR Millions, unless otherwise stated)*
**Effect of share based payment transactions on the Standalone Statement of Profit and Loss:**

Equity settled share based payments  
Total expense on share based payments

As at  
March 31, 2022  
80.48  
80.48

**Information in respect of options outstanding:**

ESOP Plan	Exercise price per Share (in Rs.)	Exercise price per Option	As at March 31, 2022	
			Number of Options Outstanding	Weighted average remaining life (in Years)*
Employee Stock Option Plan 2021	5	0.0005	2,80,82,900	2.05

Assumptions	For the period ended March 31, 2022
Expected Volatility (%)	33.48 - 35.56
Expected Life (in years)	4 to 5.5 years
Expected Dividend (%)	-
Discount for lack of marketability (%)	25%
Risk Free Interest Rate (%)	5.3 to 6.39

**B40 Business combination**

The company during the period has acquired three brands "The Better Home" from Vikara services private Limited, "Yellow Chimes" from Daniel Estasi LLP and "Urban Gabru" from UG Lifestyle Private Limited. Globalbees Brands private limited primary objective is to aggregate and invest in e-commerce brands and helps the brands scale and transform their digital impression. Hence, to meet this objective the company has acquired the three Brands.

The pro-forma effects of material and other acquisitions on the Company's results are not material. Goodwill comprises of acquired workforce and expected synergies arising from the material and other acquisition. Initial Accounting of these Business Combination has been determined provisionally.

**i) Acquisition of The Better Home Brand**

On September 29, 2021, the Company completed the acquisition of brand 'The Better Home' from Vikara Services Private Limited. The deal envisaged the acquisition of following assets and liabilities for a total cash consideration of Rs. 71.45/- Million.

		Amount	Amount
<b>Assets</b>	Property, plant and equipment	0.48	
	Brand	34.45	
	Customer database	3.35	
	Trade receivables	2.50	
	Inventories	5.36	
	Short term loans	5.88	52.02
<b>Liabilities</b>	Trade payables	8.09	8.09
<b>Net assets acquired</b>			<b>43.93</b>
<b>Consideration paid</b>			<b>71.45</b>
<b>Goodwill</b>			<b>27.52</b>

**ii) Acquisition of Yellow Chimes Brand**

On October 26, 2021, the Company completed the acquisition of brand 'Yellow Chimes' from Daniel Estasi LLP. The deal envisaged the acquisition of following assets and liabilities for a total cash consideration of Rs. 203.85/- Million.

		Amount	Amount
<b>Assets</b>	Brand	125.89	
	Trade receivables	43.10	
	Inventories	19.00	
	Other financial assets	0.25	
	Other current assets	2.86	191.10
<b>Liabilities</b>	Trade payables	11.35	11.35
<b>Net assets acquired</b>			<b>179.75</b>
<b>Consideration paid</b>			<b>203.85</b>
<b>Goodwill</b>			<b>24.11</b>



**Globalbees Brands Private Limited****Notes to the standalone financial statement for the period ended March 31, 2022***(All amounts in INR Millions, unless otherwise stated)***iii) Acquisition of Urban Gabru Brand**

On February 10, 2022, the Company completed the acquisition of brand 'Urban Gabru' from UG Lifestyle Private Limited. The deal envisaged the acquisition of following assets and liabilities for a total cash consideration of Rs. 152.39/- Million.

		Amount	Amount
<b>Assets</b>	Brand	575.60	
	Trade receivables	3.36	
	Inventories	1.77	580.73
<b>Liabilities</b>	Trade payables	1.22	
	Deferred consideration	440.19	441.41
<b>Net assets acquired</b>			<b>139.32</b>
<b>Consideration paid</b>			<b>152.39</b>
<b>Goodwill</b>			<b>13.07</b>

iv) Subsequent to the balance sheet date, the Company has entered into a share purchase agreement / business transfer agreement for acquisition of following brands -

Entity Name / Brand Name	Date of acquisition	% of stake acquired	Upfront consideration paid
Solarista Renewables Private Limited	07-Apr-22	75.00%	249.28
Savya Homes	12-Apr-22	100.00%	445.00
Encasa Homes Private Limited	20-Apr-22	51.00%	289.00
Frootle India Private Limited	27-Apr-22	51.00%	1,570.80
Wellsphire India Private Limited	27-Apr-22	51.00%	5.10
Cheston	29-Apr-22	100.00%	76.13
Prayosha Expo Private Limited	02-May-22	70.00%	489.10
JW Brands Private Limited	28-Jul-22	53.45%	405.07

The Company is yet to account for business combination as per Ind-AS 103

**B41 Segment reporting**

The Company has presented segment information in the consolidated financial statements. Accordingly, in terms of Paragraph 3 of Ind AS 108 'Operating Segments' no disclosures related to segments are presented in these financial statements.

**B42 Key Financial Ratios**

Particulars	From May 03, 2021 to March 31, 2022
Current ratio	4.72
Debt Equity ratio	0.01
Debt service coverage ratio	(1.89)
Return on Equity (%)	(4.41%)
Inventory Turnover ratio	13.20
Trade Receivables Turnover ratio	3.65
Trade Payables Turnover ratio	6.30
Net Capital Turnover Ratio	0.03
Net profit margin (%)	(159.66%)
Return on Capital Employed (%)	(1.44%)
Return on Investment	2.18%

**Detailed explanation of ratios****Current Ratio**

The Current Ratio is a liquidity ratio that measures a Company's ability to pay short-term obligations or those due within one year. It is calculated by dividing the current assets by current liabilities.

**Debt Equity Ratio**

The ratio is used to evaluate a Company's financial leverage. It is a measure of the degree to which a Company is financing its operations through debt versus wholly owned funds. It is calculated by dividing a Company's total debt by its shareholder's equity.

**Debt service coverage ratio**

The Debt Service Coverage Ratio (DSCR) measures the ability of a company to use its operating income to repay all its debt obligations, including repayment of principal and interest on both short-term and long-term debt. It is calculated by dividing the earnings before interest, non-cash operating expenditure and tax by finance cost plus principal repayment of debt.

**Return on Equity**

Return on Equity (RoE) is a measure of profitability of a Company expressed in percentage. It is calculated by dividing profit/loss after tax for the period by average Equity funds employed during the period.



**Inventory Turnover ratio**

Inventory Turnover is the number of times a Company sells and replaces its inventory during a period. It is calculated by dividing turnover by average inventory.

**Trade Receivables Turnover ratio**

The above ratio is used to quantify a Company's effectiveness in collecting its receivables or money owed by customers. The ratio shows how well a Company uses and manages the credit it extends to customers and how quickly that short-term debt is collected or is paid. It is calculated by dividing Net Credit sales by average trade receivables.

**Trade Payables Turnover ratio**

The accounts payable turnover ratio shows investors how many times per period a company pays its accounts payable. In other words, the ratio measures the speed at which a company pays its suppliers. It is calculated by dividing net credit purchases by average trade payables.

**Net Capital Turnover ratio**

It measures the entity's ability to generate sales per rupee of long-term investment. A higher ratio indicates better utilization of long-term funds of owners and the lenders. It is calculated by dividing turnover by Working capital.

**Net Profit Margin (%)**

The net profit margin is equal to how much net income or profit is generated as a percentage of total income. It is calculated by dividing the profit for the year by total income.

**Return on Capital Employed**

Return on Capital Employed (RoCE) is a financial ratio that measures a Company's profitability and the efficiency with which its capital is used. In other words, the ratio measures how well a Company is generating profits from its capital. It is calculated by dividing profit before exceptional items, Finance cost and tax by capital employed during the period.

**Return on Investment**

Return on investment (ROI) is a financial ratio used to calculate the benefit an investor will receive in relation to their investment cost. It is most commonly measured as net income divided by the original capital cost of the investment. The higher the ratio, the greater the benefit earned.

**B43 Commitments and contingent liabilities**

There were no commitments and contingent liabilities as at March 31, 2022.

**B44 Recent pronouncements**

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 23, 2022, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2022, applicable from April 1, 2022, as below:

**Ind AS 103 – Reference to Conceptual Framework**

The amendments specify that to qualify for recognition as part of applying the acquisition method, the identifiable assets acquired and liabilities assumed must meet the definitions of assets and liabilities in the Conceptual Framework for Financial Reporting under Indian Accounting Standards (Conceptual Framework) issued by the Institute of Chartered Accountants of India at the acquisition date. These changes do not significantly change the requirements of Ind AS 103. The Company does not expect the amendment to have any significant impact in its financial statements.

**Ind AS 16 – Proceeds before intended use**

The amendments mainly prohibit an entity from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, an entity will recognise such sales proceeds and related cost in profit or loss. The Company does not expect the amendments to have any impact in its recognition of its property, plant and equipment in its financial statements.

**Ind AS 37 – Onerous Contracts - Costs of Fulfilling a Contract**

The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts. The amendment is essentially a clarification and the Company does not expect the amendment to have any significant impact in its financial statements.

**Ind AS 109 – Annual Improvements to Ind AS (2021)**

The amendment clarifies which fees an entity includes when it applies the '10 percent' test of Ind AS 109 in assessing whether to derecognise a financial liability. The Company does not expect the amendment to have any significant impact in its financial statements.

**Ind AS 116 – Annual Improvements to Ind AS (2021)**

The amendments remove the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives were described in that illustration. The Company does not expect the amendment to have any significant impact in its financial statements.

**B45** The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2020. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period when the Code becomes effective.





**Globalbees Brands Private Limited**

**Notes to the standalone financial statement for the period ended March 31, 2022**

*(All amounts in INR Millions, unless otherwise stated)*

**B46 Other statutory information**

- i The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property
- ii The Company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956
- iii The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period
- iv The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- v The Company has not advanced or loaned or invested funds to any other person( s) or entity( is) , including foreign entities ( Intermediaries) with the understanding that the Intermediary shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ( Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- vi The Company has not received any fund from any person( s) or entity( is) , including foreign entities ( Funding Party) with the understanding ( whether recorded in writing or otherwise) that the Company shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ( Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- vii The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 ( such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- viii The Company is not declared wilful defaulter by any bank or financial Institution or government or any government authority.
- ix Compliance with number of layer of companies as per Companies Act, 2013 -  
The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- x The Company has not entered into any scheme of arrangement which has an accounting impact on current financial year.
- xi The Company has not revalued its Property, Plant and Equipment ( including Right- of- Use Assets) or Intangible assets or both during the current financial year.
- xii The company has used the borrowings from financial institutions for the specific purpose for which it was taken at the balance sheet date.

In terms of our report of even date attached

**For BSR & Co. LLP**

Chartered Accountants

Firm Registration No. 101248W/W-100022

**Kalpesh Khandelwal**

Partner

Membership No. 133124

Pune

August 19, 2022

UDIN : 22133124APJRN9745

For and on behalf of the Board of Directors of  
**Globalbees Brands Private Limited**  
CIN-U24299DL2021PTC380760

**Supam Maheshwari**

Director

DIN - 01730685

**Nikhil Agarwal**

Director

DIN-00022157

Pune

August 19, 2022

New Delhi

August 19, 2022

**Robin Vijan**

Company Secretary

**Deepak Khetan**

Chief Financial Officer

New Delhi

August 19, 2022

New Delhi

August 19, 2022

